



JENNIFER L. JOOST

PARTNER

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EDUCATION

Washington University in St. Louis
B.A.-History 2003
Temple University Beasley School of Law J.D.
2006, *cum laude*, Special Projects Editor,
Temple International and Comparative Law
Journal (2005-2006)

ADMISSIONS

Pennsylvania
California

USDC, Eastern District of Pennsylvania
USDC, Northern District of California
USDC, Central District of California
USDC, Southern District of California
USCA, Second Circuit
USCA, Fourth Circuit
USCA, Ninth Circuit

COMPOSITE EXHIBIT G

JENNIFER L. JOOST, a partner in the Firm's San Francisco office, has devoted her practice to representing plaintiffs in large-scale complex class actions. Ms. Joost has represented individual and institutional investors in a variety of securities class actions in which the Firm has served as Lead or Co-Lead Counsel, including some of the largest class actions to arise out of the most recent financial crisis. In particular, Ms. Joost was part of the team who litigated *In re Bank of America Corp. Securities, Derivative, and Employee Retirement Security Act (ERISA) Litigation*, No. 09 MDL 2058 (S.D.N.Y.), which settled on the eve of trial for \$2.425 billion and significant corporate governance changes to enhance oversight of the company's senior management in the wake of the financial crisis. Ms. Joost also was involved in *In re Citigroup, Inc. Bond Litig.*, No. 08 Civ. 9522 (SHS) (S.D.N.Y.), which settled for \$730 million.

Ms. Joost was part of the team who litigated *Luther, et al. v. Countrywide Financial Corp.*, No. BC 380698 in California state court. The claims alleged in *Luther* arose from Countrywide's issuance of 429 different security offerings pursuant to more than 450 prospectuses, with an initial value of \$350 billion, backed almost entirely by sub-prime and Alt-A residential mortgages issued between 2005 and 2007. In particular, Ms. Joost played a significant role in briefing concerning the state court's subject matter jurisdiction over the plaintiffs' claims under the Securities Act of 1933 after the passage of the Securities Litigation Reform Act of 1998. Ultimately, the California appellate court accepted plaintiffs' interpretation of SLUSA in a seminal decision that has since paved the way for numerous plaintiffs to seek relief for Securities Act violations in state court. See *Luther v. Countrywide Fin. Corp.*, 195 Cal. App. 4th 789 (2011). The claims litigated in *Luther* settled for \$500 million in 2013.

Ms. Joost also recently was part of a team that brought claims under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 on behalf of a class of investors *In re Ocwen Financial Corp. Securities Litigation*, No. 14-cv-81057-WPD in the United States District for the Southern District of Florida. As sole lead counsel, KTMC successfully litigated this case through pre-trial motions, defending against two *Daubert* motions and winning a rare partial summary judgment on the issue of material falsity under Section 10(b). KTMC ultimately settled the case for \$56 million five days before the trial was set to begin.

While Ms. Joost has been involved in all aspects of pre-trial proceedings for more than 20 settled or pending class actions, including presenting oral argument in opposition to several motions to dismiss, she has developed significant experience in effectively steering complex class actions through the discovery process. Ms. Joost has led or played a leading role in the discovery process in at least ten class actions to date, many of which involved efforts to search for, review, and analyze millions of pages of documents, and scheduling and taking depositions across the country on a short timetable. Representative actions include the following: *In re JPMorgan Chase & Co. Sec. Litig.*, No. 12-cv-03852-GBD (S.D.N.Y.) (co-lead counsel; \$150 million recovery); *Minneapolis Firefighters' Relief Association v. Medtronic, Inc., et al.* Case No. 08-cv-06324-PAM-AJB (D. Minn) (co-lead counsel with Motley Rice; \$85 million recovery); *In re MGM Mirage Sec. Litig.*, No. 2:09-cv-01558-GMN-VCF (D. Nevada) (co-lead counsel with RGRD; \$75 million recovery); *In re Ocwen Financial Corp. Sec. Litig.*, No. 14-cv-81057-WPD (S.D. Fla.) (sole lead counsel; \$56 million recovery); *In re Weatherford Int'l Sec. Litig.*, No. 11 Civ. 1646 (LAK) (S.D.N.Y.) (sole lead counsel; \$52.5 million recovery), and *In re NII Holdings Inc. Sec. Litig.*, Civ. No. 1:14-cv-00227-LMB-JFA (E.D. Va.) (co-lead counsel; \$41.5 million recovery).

Ms. Joost received her law degree, *cum laude*, from Temple University Beasley School of Law, where she was the Special Projects Editor for the *Temple International and Comparative Law Journal*. Ms. Joost earned her undergraduate degree (B.A.) in History with honors from Washington University in St. Louis. She is licensed to practice in Pennsylvania and California and is admitted to practice before the United States Courts of Appeals for the Second, Fourth, Ninth, and Eleventh Circuits, and the United States District Courts for the Eastern District of Pennsylvania, the Northern District of California, the Central District of California, and the Southern District of California. Ms. Joost has been named a Super Lawyers – Rising Star in both Pennsylvania (2010-2011, 2013-2014) and Northern California (2016-2017).



Kessler Topaz Meltzer & Check, LLP (“Kessler Topaz”) is a complex litigation firm with nearly 100 lawyers in offices in Radnor, Pennsylvania and San Francisco, California. Our practice is exclusively limited to representing plaintiffs in large-scale complex litigation, with the overwhelming majority of the cases being class actions. We are a no-nonsense litigation firm that strives to provide excellent results through smart litigation practices, quality control, and effort. We represent plaintiffs in courts throughout the United States, as well as clients pursuing claims in Holland, Canada, Japan, and the United Kingdom. During the last decade, Kessler Topaz has had many successes, including recoveries on behalf of plaintiffs in the hundreds of millions or billions of dollars. For example:

- *In re Target Data Breach*, MDL No. 14-md-2522 (D. Minn.):

Kessler Topaz was a member of the Executive Committee and played a central role in certifying a nationwide class under Rule 23(b)(3)—the first known nationwide certification of a class of card-issuing financial institutions in a data breach action—which led to a \$39 million settlement.

- *In re Bank of New York Mellon Corp. FOREX Transactions Litig.*, No. 12-MD-2335 (SDNY):

KTMC served as one of three Executive Committee members in *BONY Mellon*, a case presided over by Judge Lewis Kaplan of the Southern District of New York. The case was resolved in September 2015 for \$335 million (with over \$500 million in recoveries for class members). Judge Kaplan praised counsel for a “wonderful job,” recognizing that defense counsel fought plaintiffs “tooth and nail at every step of the road” and noting that “[t]his was an outrageous wrong” and “plaintiffs’ counsel deserve a world of credit for taking it on, for running the risk, for financing it and doing a great job.”

- *In re Facebook Class C Reclassification Litig.*, No. 12286 (Del. Ch.)

KTMC served as co-lead counsel in a case seeking an injunction preventing a reclassification of Facebook’s stock structure that would have left public stockholders with a bundle of securities worth less than their original shares and allowed Facebook’s current CEO, Mark Zuckerberg, to solidify his control of the company while divesting billions of dollars’ worth of Facebook securities. The day before trial was set to begin, Facebook agreed to abandon the reclassification, essentially granting stockholders everything they could have accomplished by winning the trial.

- *Board of Trustees of the AFTRA Retirement Fund v. JPMorgan Chase Bank, N.A.*, No. 09-cv-00686-SAS (S.D.N.Y.) (lead counsel) (\$150 million settlement);
- *In re Flonase Antitrust Litig.*, No. 08-cv-3149 (E.D. Pa.) (co-lead counsel with Hagens Berman; \$150 million settlement);
- *CompSource Oklahoma v. BNY Mellon Bank, N.A.*, No. 08-cv-469 (E.D. Okla.) (recovering \$280 million in a fiduciary breach and contract case);
- *In re Tyco Int’l, Ltd. Sec. Litig.*, No. 02-1335-B (D.N.H.) (recovering \$3.2 billion for investors in an action requiring more than 220 depositions, over 700 discovery requests and responses, and the review of more than 82.5 million pages of documents);



- *In re Bank of America Corp. Sec., Derivative, and ERISA Litig.*, No. 09 MD 2058 (PKC) (S.D.N.Y.) (recovering \$2.425 billion for investors and obtaining significant corporate governance changes); and
- *In re Wachovia Preferred Sec. and Bond/Notes Litig.*, No. 09 Civ. 6351 (RJS) (S.D.N.Y.) (recovering \$627 million for investors – one of the largest recoveries under Section 11 of the Securities Act of 1933).

Kessler Topaz also has tried several cases to verdict, including:

- *In re Southern Peru Copper Corp. Derivative Litig.*, No. 961-CS (Del. Ch.) (obtaining a \$1.3 billion judgment – the largest in Delaware Chancery Court history – in a corporate transaction case tried before Chancellor Leo E. Strine, Jr. and affirmed by the Delaware Supreme Court its entirety, with interest, for a final judgment of \$2.1 billion);
- *In re Dole Food Co. Inc. Stockholder Litig.*, No. 8703-VCL (Del. Ch.) (obtaining \$148 million judgment);
- *In re Longtop Fin. Tech. Ltd. Sec. Litig.*, No. 11-cv-3658 (S.D.N.Y.) (tried to jury verdict in 2016); and
- *In re BankAtlantic Bancorp, Inc. Sec. Litig.*, No. 07-CV-61542 (S.D. Fla.) (tried to jury verdict in 2010).

Kessler Topaz currently is serving in leadership roles in several MDLs, including a recent appointment to the executive committee for the German Auto anti-trust litigation, which is pending before Judge Charles R. Breyer in the Northern District of California. *See In re German Automotive Manufacturers Antitrust Litigation*, MDL No. 2796 CRB (JSC) (N.D. Cal.).

Kessler Topaz also has won numerous awards and accolades, including: *The Legal Intelligencer's* "Class Action Litigation Firm of the Year" in 2012, 2014, and 2017; BTI Consulting Group's "Honor Roll of Most Feared Law Firms;" *National Law Journal's* "Plaintiffs' Hot List;" and recognition as a ranked firm by Chambers & Partners. Additional information about the Firm and its successes is available at www.ktmc.com.

As evidenced by Kessler Topaz's history of litigating lengthy, hard-fought lawsuits, the firm is committed to zealous advocacy and the Court can be assured we will dedicate significant efforts and resources to ensure the best results achievable for the Classes.